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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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EXHIBIT D-14
BUSINESS OPERATIONS / STRATEGIC PLANNING
386.4 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 12/30/05
Bill Number: 1091378

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	10/09/05	3.40	PREPARE FOR (0.8) AND ATTEND (2.0) WEEKLY VIDEO PLANNING CONFERENCE WITH DELPHI, FTI, ROTHSCHILD, SHEARMAN AND SKADDEN REPRESENTATIVES; PREPARE FOR (0.2) AND PARTICIPATE IN (0.4) DSB TELECONFERENCE MEETING.
BUTLER, JR. J	10/10/05	2.90	PREPARE FOR AND ATTEND PREP SESSION WITH SENIOR EXECUTIVE TEAM IN NEW YORK CITY (2.9).
BUTLER, JR. J	10/12/05	2.70	PREPARE FOR (0.4) AND PARTICIPATE IN (2.3) STRATEGY MEETINGS WITH DELHI EXECUTIVE TEAM AT COMPANY IN TROY.
BUTLER, JR. J	10/13/05	1.60	PREPARE FOR (0.2) AND PARTICIPATE IN (1.4) DAILY STRATEGY TELECONFERENCE WITH DELPHI, FTI, ROTHCHILD, SHEARMAN AND SKADDEN WORKING GROUP.
BUTLER, JR. J	10/18/05	1.20	PREPARE FOR OCTOBER 19TH DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY (1.2).
BUTLER, JR. J	10/19/05	4.90	PREPARE FOR (0.7) AND ATTEND (3.9) DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY: TELECONFERENCE WITH R. O'NEIL RE BUSINESS OPERATIONS (0.3).
BUTLER, JR. J	10/21/05	0.40	EMAILS FROM/TO AND TELECONFERENCE WITH S. MILLER RE BUSINESS OPERATIONS AND STRATEGIC MATTERS (0.4).
BUTLER, JR. J	10/23/05	0.80	PREPARE FOR OCTOBER 24TH DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY (0.8).
BUTLER, JR. J	10/24/05	3.40	PREPARE FOR (0.3) AND ATTEND (3.1) DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY.
BUTLER, JR. J	10/25/05	0.80	CONTINUE TO PREPARE FOR OCTOBER 27TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE CASH MANAGEMENT ORDER (0.8).
BUTLER, JR. J	10/26/05	0.80	CONTINUE TO PREPARE FOR OCTOBER 27TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE CASH MANAGEMENT ORDER (0.8).

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BUTLER, JR. J	10/27/05	2.70	PREPARE FOR (0.8) AND ATTEND (0.6) OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE FINAL HEARING ON CASH MANAGEMENT ORDER; WORK ON SETTLEMENT OF CASH MANAGEMENT ORDER INCLUDING EMAILS FROM/TO AND CONFERENCES WITH R. ROSENBERG (0.6) AND REVIEW AND REVISE DRAFT ORDER (0.7).
BUTLER, JR. J	10/28/05	0.40	CONTINUE TO WORK ON SETTLEMENT OF CASH MANAGEMENT ORDER INCLUDING EMAILS TO/FROM R. ROSENBERG (0.4).
BUTLER, JR. J	10/29/05	0.40	EMAILS TO/FROM R. ROSENBERG RE CASH MANAGEMENT ORDER AND CONTINUE TO WORK ON ORDER SETTLEMENT MATTERS (0.4).
BUTLER, JR. J	10/30/05	1.30	PREPARE FOR OCTOBER 31ST DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY (0.8); EMAILS FROM/TO K. HEALY RE SCENARIO PLANNING (0.2); REVIEW MATERIALS RE SAME (0.3).
BUTLER, JR. J	10/31/05	3.90	PREPARE FOR (0.4) AND ATTEND (2.9) DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY; PREPARE FOR (0.2) AND PARTICIPATE IN (0.4). BUSINESS PLAN STRATEGY SESSION WITH J. SHEEHAN AND WORKING GROUP IN TROY.
BUTLER, JR. J	11/02/05	0.90	CONTINUE TO PREPARE FOR NOVEMBER 4TH ADJOURNED MATTERS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE SETTLEMENT HEARING ON ENTRY OF CASH MANAGEMENT ORDER (0.3); REVIEW TRANSCRIPT OF OCTOBER 27TH HEARING ON FINAL CASH MANAGEMENT ORDER (0.3); TELECONFERENCES WITH R. ROSENBERG RE SAME (0.1, 0.2).
BUTLER, JR. J	11/03/05	0.40	CONTINUE TO PREPARE NOVEMBER 4TH ADJOURNED MATTERS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE SETTLEMENT HEARING ON ENTRY OF CASH MANAGEMENT ORDER (0.2); TELECONFERENCES AND EMAILS WITH R. ROSENBERG RE SAME (0.2).
BUTLER, JR. J	11/04/05	0.30	PREPARE FOR (0.2) AND ATTEND (0.1) ADJOURNED MATTERS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE SETTLEMENT HEARING ON ENTRY OF CASH MANAGEMENT ORDER.
BUTLER, JR. J	11/07/05	0.90	REVIEW NOVEMBER 7TH DELPHI TRANSFORMATION COMMITTEE MEETING MATERIALS (0.9).
BUTLER, JR. J	11/08/05	0.30	EMAILS FROM/TO S. MILLER AND J. SHEEHAN RE BOOZ ALLEN MATTERS (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	11/10/05	0.30	EMAILS FROM/TO J. SHEEHAN AND S. SARTIN RE INFORMATION SHARING PROTOCOL (0.3).
BUTLER, JR. J	11/11/05	1.70	PREPARE FOR (0.3) AND PARTICIPATE (1.4) SENIOR ADVISOR STRATEGY TELECONFERENCE WITH COMPANY.
BUTLER, JR. J	11/13/05	1.60	CONTINUE TO PREPARE FOR DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY (1.3); TELECONFERENCE WITH S. MILLER RE STRATEGIC MATTERS (0.3).
BUTLER, JR. J	11/14/05	7.20	PREPARE FOR (0.4) AND ATTEND (6.8) DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY.
BUTLER, JR. J	11/20/05	0.20	REVIEW AGENDA FOR NOVEMBER 21ST DTM MEETING (0.2).
BUTLER, JR. J	11/21/05	1.10	PREPARE FOR (0.2) AND PARTICIPATE IN (0.4) TELECONFERENCE WITH D. SHERBIN, S. CORCORAN AND B. SAX RE DTM AND RELATED MATTERS INCLUDING PROPOSED NOVEMBER 22ND STRATEGIC PLANNING MEETINGS WITH DELPHI SENIOR MANAGEMENT AT COMPANY; REVIEW NOVEMBER 21ST DTM MEETING MATERIALS (0.5).
BUTLER, JR. J	11/22/05	2.10	PREPARE FOR (0.2) AND ATTEND (1.3) STRATEGIC PLANNING MEETING WITH DELPHI SENIOR MANAGEMENT AT COMPANY IN TROY INCLUDING MEETING WITH S. MILLER AND R. O'NEAL; TELECONFERENCE WITH D. RESNICK RE STRATEGIC MATTERS (0.6).
BUTLER, JR. J	11/28/05	0.30	EMAILS FROM W. SHAW AND CONFERENCE WITH DELPHI MANAGEMENT RE DECEMBER 1-2 BUSINESS OVERVIEW MEETINGS AT COMPANY IN TROY FOR UCC AND LABOR FINANCIAL ADVISORS (0.3).
BUTLER, JR. J	11/29/05	0.40	PREPARE FOR NOVEMBER 30TH DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY (0.4).
BUTLER, JR. J	11/30/05	3.10	PREPARE FOR (0.3) AND ATTEND (2.8) DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY.
		52.40	
COCHRAN EL	10/09/05	3.10	REVIEW MATERIAL IN ADVANCE OF PLANNING MEETING (1.1); PARTICIPATED IN PLANNING MEETING (2.0).
COCHRAN EL	10/10/05	3.70	PARTICIPATED IN PLANNING SESSION WITH SENIOR MANAGEMENT (E.G., S. MILLER, R. O'NEAL) (3.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

COCHRAN EL	10/13/05	1.00	PARTICIPATED IN ORGANIZATIONAL TELECONFERENCE (1.0).
COCHRAN EL	11/03/05	4.10	MEETING WITH DELPHI STRATEGY GROUP (4.1).
COCHRAN EL	11/11/05	1.80	MEETING WITH DELPHI STRATEGY GROUP (1.8).
COCHRAN EL	11/18/05	2.50	MEETING WITH DELPHI STRATEGY GROUP (2.5).
COCHRAN EL	11/20/05	2.60	REVIEW DTM MATERIALS (2.6).
COCHRAN EL	11/21/05	4.50	PARTICIPATED IN DTM (4.5).
COCHRAN EL	11/30/05	3.50	PARTICIPATED IN DTM (3.5).
		26.80	
LYONS JK	10/10/05	3.20	PARTICIPATED IN AND PREPARATION FOR QUESTION AND ANSWERS SESSIONS WITH DELPHI HQ EMPLOYEES (1.2) AND E&S DIVISION (2.0).
		3.20	
MARAFIOTI KA	10/10/05	0.30	DAILY CALL WITH COMPANY & ADVISORS RE STRATEGY (0.3).
MARAFIOTI KA	10/27/05	0.50	REVISE CASH MANAGEMENT ORDER (0.5).
MARAFIOTI KA	10/28/05	0.30	REVIEWED AND REVISED SHEEHAN SCRIPT AND CALL SITRICK RE SAME (0.3).
MARAFIOTI KA	11/02/05	0.10	ANALYZED SECTION 549 ISSUE (0.1).
MARAFIOTI KA	11/03/05	0.40	REVIEW QS & AS RE SHAREHOLDER INFORMATION & CONF. S. CORCORAN RE SAME (0.4).
MARAFIOTI KA	11/10/05	0.20	CORRESPONDENCE RE OPENING OF NEW ACCOUNTS (0.2).
MARAFIOTI KA	11/11/05	1.10	SENIOR DELPHI STRATEGY MEETING RE PENDING MATTERS (1.1).
MARAFIOTI KA	11/18/05	2.10	SENIOR DELPHI STRATEGY MEETING (2.1).
MARAFIOTI KA	11/30/05	0.30	REPORT RE DTM MEETING (0.3).
		5.30	
Total Partner		87.70	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	10/13/05	0.80	TELECONFERENCES WITH CHAMBERS AND OTHER RE CASH MANAGEMENT ORDER (INTERIM) AND NOTICING REQUIREMENT (0.8).
MATZ TJ	10/19/05	0.20	FOLLOW UP WITH FTI RE ADDITIONAL BANK ACCOUNTS AND PROCEDURES (0.2).
MATZ TJ	10/27/05	1.30	PREPARING AND DISTRIBUTING REPORTING RIDER TO CASH MANAGEMENT ORDER AND REVIEWING COMMENTS IN RESPECT THEREOF AND REVISING SAME (1.3).
MATZ TJ	10/28/05	2.10	REVIEWING AND REVISING CASH MANAGEMENT ORDER (1.2); DISCUSSIONS AND CORRESPONDENCE WITH M. SOMERSTEIN, MR. BRONDE AND R. ROSENBERG (CREDITORS' COMMITTEE) RE SAME (0.9).
MATZ TJ	10/31/05	0.80	FOLLOW UP WORK RE OUTSTANDING ISSUES ON CASH MANAGEMENT ORDER (0.8).
MATZ TJ	11/02/05	0.60	PREPARING AGENDA FOR SENIOR STRATEGY MEETING (0.6).
MATZ TJ	11/03/05	3.20	ATTENDING STRATEGY MEETING RE COMPANY BUSINESS PLAN, LABOR ISSUES AND VARIOUS MATTERS FOR HEARING ON NOVEMBER 4 (2.5); FINAL REVIEW AND REVISIONS TO CASH MANAGEMENT ORDER AND FOLLOW UP WORK IN RESPECT THEREOF (0.7).
MATZ TJ	11/10/05	1.50	DRAFT CORRESPONDENCE FOR U.S.T. RE NEW/CLOSED BANK ACCOUNTS (0.3); PREPARING AGENDA FOR SENIOR STRATEGY MEETING (0.8); CORRESPONDENCE RE SAME (0.4).
MATZ TJ	11/11/05	1.40	PARTICIPATING IN SENIOR STRATEGY MEETING (1.4).
MATZ TJ	11/16/05	0.30	PREPARING AGENDA FOR 11/18 SENIOR STRATEGY MEETING (0.3).
MATZ TJ	11/17/05	0.30	FINALIZE AGENDA FOR 11/18 STRATEGY MEETING (0.3).
MATZ TJ	11/18/05	2.20	PREPARING REVISED AGENDA FOR SENIOR STRATEGY MEETING (0.2); PARTICIPATING IN SAME (2.0).
		14.70	
Total Counsel		14.70	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

DE ELIZALDE D	10/17/05	1.10	REVIEWED AND REVISED MOTION, ORDER AND NOTICE RE HSBC CARD (0.5); REVIEWED AND REVISED MOTION, ORDER AND NOTICE RE DURASWITCH (0.6).
		1.10	
GIBSON ML	10/09/05	1.70	ALL ADVISORS/CLIENT VIDEO CONFERENCE CALL RE: FILING MATTERS AND NEXT STEP (1.7).
		1.70	
HERRIOTT AV	10/09/05	2.90	PREPARE FOR AND ATTEND STRATEGY MEETING RE FIRST DAY HEARING (2.9).
HERRIOTT AV	10/27/05	0.30	ASSIST IN DRAFTING EDITS TO CASH MANAGEMENT ORDER PURSUANT TO COURT'S COMMENTS (0.3).
HERRIOTT AV	10/31/05	0.30	BEGIN ASSEMBLING MATERIALS FOR DTM PRESENTATION (0.3).
HERRIOTT AV	11/01/05	1.90	WORK TO RESOLVE CERTAIN ISSUES WITH VARIOUS STATES RE REISSUANCE OF CORPORATE CHECKS TO ENTITIES GOING FORWARD (1.9).
HERRIOTT AV	11/16/05	0.50	ANSWER CLIENT QUESTIONS ON SEVERAL MATTERS (0.5).
HERRIOTT AV	11/20/05	1.10	BEGIN DRAFT OF EXECUTORY CONTRACT PRESENTATION (1.1).
HERRIOTT AV	11/21/05	4.00	CONDUCT RESEARCH RE LLC AGREEMENTS AS EXECUTORY CONTRACTS (2.4); BEGIN DRAFT OF PRESENTATION RE EXECUTORY CONTRACTS FOR PRESENTATION TO DELPHI (1.6).
HERRIOTT AV	11/22/05	6.70	COMPLETE RESEARCH AND MEMO RE LLC AGREEMENTS AS EXECUTORY CONTRACTS (4.8); EDIT EXECUTORY CONTRACT PRESENTATION (1.9).
HERRIOTT AV	11/30/05	0.40	FINALIZE EXECUTORY CONTRACTS PRESENTATION (0.4).
		18.10	
MEISLER RE	10/09/05	3.00	PREPARED FOR VIDEOCONFERENCE INCLUDING DRAFTED AND PREPARED SUPPLEMENTAL DOCUMENTS RE SAME (1.6); PARTICIPATED IN VIDEOCONFERENCE RE FIRST DAY PLANNING (1.4).
MEISLER RE	10/14/05	0.40	TELECONFERENCE WITH J. HARRINGTON RE CREDITOR INQUIRY (0.4).
MEISLER RE	10/19/05	1.00	ATTENTION TO INTERCOMPANY SHARE TRANSFER INQUIRIES AND INTERPRETATION OF DE MINIMIS ASSET SALE MOTION (1.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	10/21/05	1.30	REVIEWED AND RESPONDED TO COMPANY INQUIRIES (1.3).
MEISLER RE	10/25/05	0.20	TELECONFERENCE WITH K. CRAFT RE UPDATE (0.2).
MEISLER RE	10/27/05	1.50	ASSISTED WITH THE REVISION OF LANGUAGE TO THE CASH MANAGEMENT ORDER PER COURT'S COMMENTS (1.5).
MEISLER RE	10/30/05	1.20	CONFERENCE WITH M. MICHELI RE AUTOMATIC STAY PRESENTATION (0.2); REVIEWED DELPHI PRESENTATION PROVIDING OVERVIEW OF CHAPTER 11 (0.9); TELECONFERENCE WITH K. CRAFT RE SAME (0.1).
MEISLER RE	10/31/05	4.70	PREPARED FOR AUTOMATIC STAY PRESENTATION (4.7).
MEISLER RE	11/01/05	5.20	REVIEWED AND REVISED PRESENTATION (1.8); REVIEWED CASE LAW IN PREPARATION FOR MEETING WITH IN-HOUSE STAFF (1.5); PRESENTED PRESENTATION AND PARTICIPATED IN Q & A (1.9).
MEISLER RE	11/03/05	3.30	PARTICIPATED IN DELPHI STRATEGY SESSION (3.3).
MEISLER RE	11/05/05	0.30	TELECONFERENCE WITH S. CORCORAN RE GENERAL INQUIRIES (0.3).
MEISLER RE	11/06/05	1.00	TELECONFERENCE WITH K. CRAFT RE GENERAL INQUIRIES (1.0).
MEISLER RE	11/11/05	1.50	PARTICIPATED IN DELPHI STRATEGY MEETING (1.5).
MEISLER RE	11/12/05	0.20	TELECONFERENCES WITH K. CRAFT RE COMMERCIAL MATTERS (0.2).
MEISLER RE	11/13/05	0.80	ANALYSIS OF ACTION ITEMS FOR WEEK AHEAD AND DRAFTED INTERNAL CORRESPONDENCE RE SAME (0.8).
MEISLER RE	11/14/05	3.00	CONFERENCE WITH T. MATZ RE PLANNING (0.2); PREPARED FOR ALL ASSOCIATES CALL AND REVIEWED AND AMENDED ACTION ITEM LIST (1.8); PARTICIPATED ON INTERNAL ASSOCIATES CALL (1.0).
MEISLER RE	11/17/05	0.20	REVIEWED DOCUMENTS RE FOREIGN TRANSACTION (0.2).
MEISLER RE	11/18/05	1.70	PARTICIPATE ON DELPHI STRATEGY CALL (1.7).
MEISLER RE	11/21/05	0.10	TELECONFERENCE WITH R. MARINO RE STATUS OF BOOZ ALLEN CONTRACT (0.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	11/22/05	2.40	REVIEWED MATERIALS IN ADVANCE OF EXECUTORY CONTRACT REVIEW CONFERENCE CALL (0.5); PARTICIPATE ON CONFERENCE CALL WITH COMPANY RE EXECUTORY CONTRACT REVIEW (1.3); DRAFTED NOTES TO FILE RE SAME (0.4); CONFERENCE WITH A. HERRIOTT RE TRAINING SESSION ON EXECUTORY CONTRACTS (0.2).
MEISLER RE	11/30/05	3.80	PREPARED FOR Q&A SESSION WITH LITIGATION GROUP (0.6); PREPARED FOR EXECUTORY CONTRACT TRAINING SESSION WITH COMMERCIAL AND TRANSACTIONAL GROUP (0.7); LEAD Q&A SESSION WITH LITIGATION GROUP (1.0); LEAD EXECUTORY CONTRACT TRAINING SESSION WITH COMMERCIAL AND TRANSACTIONAL GROUP (1.5).
		36.80	
MICHELI MJ	10/30/05	5.10	CONTINUED DRAFTING PRESENTATION TO THE DELPHI LITIGATION GROUP RE: PENDING LITIGATION AND THE AUTOMATIC STAY (5.1).
MICHELI MJ	10/31/05	7.30	ANALYSIS AND PROVIDED RESPONSES TO QUESTIONS PRESENTED BY THE DELPHI LITIGATION GROUP (1.7); CONTINUED DRAFTING PRESENTATION TO THE DELPHI LITIGATION GROUP RE: PENDING LITIGATION AND THE AUTOMATIC STAY (2.8); REVISE PRESENTATION RE COMMENTS RECEIVED (2.8).
MICHELI MJ	11/01/05	6.10	CONTINUED DRAFTING PRESENTATION TO THE LITIGATION GROUP RE GENERAL PROVISIONS OF THE AUTOMATIC STAY (3.8); CONTINUED RESEARCH IN CONNECTION OF THE PRESENTATION TO THE LITIGATION GROUP (0.4); CORRESPONDENCE WITH J. JANKOWSKI RE SAME (0.2); BEGAN PREPARATION OF COMPILATION OF QUESTIONS FOR THE PRESENTATION TO THE LITIGATION GROUP (0.3); TELECONFERENCE WITH THE LITIGATION GROUP RE PRESENTATION AND GENERAL AUTOMATIC STAY ISSUES (1.4).
MICHELI MJ	11/30/05	1.90	PREPARED ANSWERS TO QUESTIONS IN PREPARATION FOR LITIGATION GROUP MEETING (0.9); TELECONFERENCE WITH LITIGATION GROUP RE BANKRUPTCY ISSUES (1.0).
		20.40	
REESE RG	10/09/05	3.20	PARTICIPATE IN STRATEGIC PLANNING MEETING (3.2).
REESE RG	10/19/05	0.40	ATTENTION TO CASH MANAGEMENT AND TREASURY RELATED ISSUES RE AMHERST SITE (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	10/31/05	2.60	DRAFT PRESENTATION MATERIALS FOR DTM MEETING RE SUPPLIER ISSUES (1.3); PREPARATIONS FOR 10/31 DTM MEETING (1.3) .
REESE RG	11/01/05	1.10	MEETING RE PRESENTATION TO DTM RE SUPPLIER ISSUES (0.6); REVISE PRESENTATION MATERIALS RE SAME (0.5) .
		7.30	
TOUSSI S	10/09/05	4.20	VIDEO CONFERENCE RE FIRST DAY FILINGS (3.0); FOLLOW UP ISSUES RE SAME (1.2) .
TOUSSI S	10/14/05	0.80	VARIOUS TELECONFERENCES WITH CHAMBERS AND OTHER RE CASH MANAGEMENT ORDER (INTERIM) AND NOTICING REQUIREMENT (0.8) .
TOUSSI S	10/24/05	0.70	ADDRESS ISSUES RE BUSINESS JUDGMENT RULE AS INTERPRETED BY JUDGE DRAIN (0.7) .
		5.70	
ZIEGLER VE	10/09/05	2.50	PREPARE AND ATTEND MEETING WITH TEAM RE CONTINGENCY PLANING (2.5) .
ZIEGLER VE	10/22/05	4.20	WORK ON SALE OF ASSETS PRESENTATION (4.2) .
ZIEGLER VE	10/26/05	3.10	REVISE CASH MANAGEMENT ORDER TO ADDRESS OBJECTIONS AND CONCERNS OF CREDITORS' COMMITTEE AND PBGC (3.1) .
		9.80	
Total Associate		100.90	
TOTAL TIME		<u>203.30</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 12/30/05
Bill Number: 1091378

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	10/12/05	Meisler RE	110.00
		TOTAL AIR/RAIL TRAVEL - VENDOR FEED	\$110.00
Telephone Expense	10/10/05	Telecommunications, D	3.60
Telephone Expense	10/28/05	Telecommunications, D	1.34
Telephone Expense	10/28/05	Telecommunications, D	2.22
Telephone Expense	10/28/05	Telecommunications, D	0.38
Telephone Expense	11/23/05	Telecommunications, D	0.32
Telephone Expense	11/23/05	Telecommunications, D	0.10
Telephone Expense	11/23/05	Telecommunications, D	0.04
		TOTAL TELEPHONE EXPENSE	\$8.00
Vendor Hosted Teleconferencing	10/31/05	Teleconferencing Services, LLC	7.83
Vendor Hosted Teleconferencing	11/30/05	Teleconferencing Services, LLC	9.64
Vendor Hosted Teleconferencing	11/30/05	Teleconferencing Services, LLC	9.56
Vendor Hosted Teleconferencing	11/30/05	Teleconferencing Services, LLC	0.97
		TOTAL VENDOR HOSTED TELECONFERENCING	\$28.00
Air/Rail Travel (external)	10/11/05	Butler, Jr. J	110.20
Air/Rail Travel (external)	10/18/05	Butler, Jr. J	456.04
Air/Rail Travel (external)	10/23/05	Butler, Jr. J	372.54
Air/Rail Travel (external)	10/30/05	Butler, Jr. J	230.39
Air/Rail Travel (external)	11/13/05	Butler, Jr. J	530.05
Air/Rail Travel (external)	11/22/05	Butler, Jr. J	804.59
Air/Rail Travel (external)	11/29/05	Butler, Jr. J	459.19

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$2,963.00
Out-of-Town Travel	10/11/05	Butler, Jr. J	80.00
Out-of-Town Travel	10/11/05	Butler, Jr. J	246.71
Out-of-Town Travel	10/11/05	Butler, Jr. J	31.00
Out-of-Town Travel	10/18/05	Butler, Jr. J	272.01
Out-of-Town Travel	10/18/05	Butler, Jr. J	16.98
Out-of-Town Travel	10/18/05	Butler, Jr. J	107.50
Out-of-Town Travel	10/23/05	Butler, Jr. J	103.52
Out-of-Town Travel	10/23/05	Butler, Jr. J	247.46
Out-of-Town Travel	10/23/05	Butler, Jr. J	16.00
Out-of-Town Travel	10/30/05	Butler, Jr. J	21.00
Out-of-Town Travel	10/30/05	Butler, Jr. J	177.21
Out-of-Town Travel	10/30/05	Butler, Jr. J	544.02
Out-of-Town Travel	11/13/05	Butler, Jr. J	272.01
Out-of-Town Travel	11/13/05	Butler, Jr. J	102.31
Out-of-Town Travel	11/13/05	Butler, Jr. J	19.00
Out-of-Town Travel	11/22/05	Butler, Jr. J	108.00
Out-of-Town Travel	11/22/05	Butler, Jr. J	96.00
Out-of-Town Travel	11/22/05	Butler, Jr. J	12.00
Out-of-Town Travel	11/29/05	Butler, Jr. J	73.90
Out-of-Town Travel	11/29/05	Butler, Jr. J	272.01
Out-of-Town Travel	11/29/05	Butler, Jr. J	14.00
Out-of-Town Travel	11/30/05	Meisler RE	1,109.72
Out-of-Town Travel	11/30/05	Meisler RE	137.64
		TOTAL OUT-OF-TOWN TRAVEL	\$4,080.00
Messengers/ Courier	10/11/05	Dist Serv/Mail/Page, D	22.12
Messengers/ Courier	10/28/05	Dist Serv/Mail/Page, D	11.88
		TOTAL MESSENGERS/ COURIER	\$34.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	10/11/05	Butler, Jr. J	46.76
Out-of-Town Meals	10/11/05	Butler, Jr. J	21.01
Out-of-Town Meals	10/18/05	Butler, Jr. J	20.01
Out-of-Town Meals	10/18/05	Butler, Jr. J	49.30
Out-of-Town Meals	10/23/05	Butler, Jr. J	17.00
Out-of-Town Meals	10/30/05	Butler, Jr. J	46.44
Out-of-Town Meals	10/30/05	Butler, Jr. J	20.01
Out-of-Town Meals	11/13/05	Butler, Jr. J	23.01
Out-of-Town Meals	11/22/05	Butler, Jr. J	28.01
Out-of-Town Meals	11/29/05	Butler, Jr. J	17.00
Out-of-Town Meals	11/30/05	Meisler RE	6.30
Out-of-Town Meals	11/30/05	Meisler RE	5.14
Out-of-Town Meals	11/30/05	Meisler RE	13.01
		TOTAL OUT-OF-TOWN MEALS	\$313.00
Contracted Catering-NY	10/26/05	Butler, Jr. J	501.22
Contracted Catering-NY	10/27/05	Butler, Jr. J	384.74
Contracted Catering-NY	11/15/05	Butler, Jr. J	22.29
Contracted Catering-NY	11/16/05	Butler, Jr. J	40.74
Contracted Catering-NY	11/16/05	Butler, Jr. J	24.44
Contracted Catering-NY	11/16/05	Butler, Jr. J	66.57
		TOTAL CONTRACTED CATERING-NY	\$1,040.00
Air Phone Charges	11/09/05	Butler, Jr. J	229.60
Air Phone Charges	11/09/05	Butler, Jr. J	146.40
		TOTAL AIR PHONE CHARGES	\$376.00
Wireless - Mobile/Cellular/Pager	11/09/05	Meisler RE	4.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$4.00
		TOTAL MATTER	\$8,956.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 01/31/06
Bill Number: 1092991

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	12/02/05	2.50	EMAILS FROM/TO S. MILLER RE STRATEGIC MATTERS AND REVIEW/ANALYZE SAME (0.3); PREPARE FOR (0.3) AND PARTICIPATE IN (1.9) WEEKLY CASE MANAGEMENT STRATEGY MEETING WITH DELPHI (K. CRAFT), TOGUT (N. BERGER) REPRESENTATIVES AND SENIOR SKADDEN WORKING GROUP.
BUTLER, JR. J	12/03/05	0.90	CONTINUE TO PREPARE FOR DECEMBER 5TH DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY INCLUDING REVIEW AND COMMENT ON DRAFT PRELIMINARY 2006-10 BUSINESS PLAN (0.6); TELECONFERENCE WITH S. MILLER RE STRATEGIC MATTERS (0.3).
BUTLER, JR. J	12/04/05	1.60	CONTINUE TO PREPARE FOR DECEMBER 5TH DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY INCLUDING REVIEW AND COMMENT ON DRAFT PRELIMINARY 2006-10 BUSINESS PLAN (1.3); EMAILS FROM/TO S. MILLER AND J. SHEEHAN RE SAME (0.3).
BUTLER, JR. J	12/05/05	3.90	PREPARE FOR (0.2) AND ATTEND (3.3) DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY; ATTEND FOLLOW-UP MEETING WITH D. WOHLEEN AND D. SHERBIN (0.4).
BUTLER, JR. J	12/06/05	1.40	PREPARE FOR (0.2) AND MEET (1.2) WITH S. MILLER AT COMPANY IN TROY RE STRATEGIC MATTERS.
BUTLER, JR. J	12/08/05	1.30	PREPARE FOR (0.2) AND ATTEND (1.1) DELPHI STRATEGY BOARD (DOM) MEETING AT COMPANY IN TROY.
BUTLER, JR. J	12/10/05	0.40	TELECONFERENCE WITH S. MILLER RE DTM AND STRATEGIC MATTERS, NEXT STEPS (0.4).
BUTLER, JR. J	12/12/05	0.20	REVIEW BOOZ-ALLEN ENGAGEMENT MATTERS (0.2).
BUTLER, JR. J	12/14/05	1.20	PREPARE FOR DECEMBER 21ST DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY INCLUDING REVIEW OF 2006 TRANSFORMATION PLAN ASSUMPTIONS AND RELATED MATTERS (1.2).
BUTLER, JR. J	12/15/05	5.10	PREPARE FOR (0.4) AND ATTEND (3.8) DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY; PREPARE FOR (0.2) AND ATTEND (0.7) MEETING WITH J. SHEEHAN, R. EISENBERG, ETC. RE MANAGEMENT OF CASE INFORMATION REQUESTS AND RELATED MATTERS.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	12/16/05	0.60	TELECONFERENCE WITH S. MILLER RE DTM, STRATEGIC MATTERS AND NEXT STEPS (0.6).
BUTLER, JR. J	12/17/05	0.50	CONTINUE TO REVIEW STATUS OF BOOZ-ALLEN ENGAGEMENT MATTERS AND NEXT STEPS (0.3); EMAILS FROM/TO S. MILLER RE DEBTHOLDER MEETING (0.2).
BUTLER, JR. J	12/19/05	1.10	TELECONFERENCES WITH J. SHEEHAN, D. SHERBIN AND S. CORCORAN RE MANAGEMENT OF BUSINESS PLAN INFORMATION REQUESTS AND FORWARD NEGOTIATIONS (0.4, 0.2, 0.2); TELECONFERENCE WITH AND EMAILS FROM/TO S. MILLER RE PREP SESSION FOR CREDITOR/INVESTOR MEETING (0.3).
BUTLER, JR. J	12/20/05	1.10	PREPARE FOR DECEMBER 21 DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY INCLUDING REVIEW OF DRAFT AGENDAS AND PRESENTATION MATERIALS (0.8); EMAILS FROM/TO R. EISENBERG AND D. RESNICK RE DISSEMINATION OF INFORMATION PROTOCOLS (0.3).
BUTLER, JR. J	12/21/05	3.40	PREPARE FOR (0.3) AND ATTEND (1.4) DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY; PREPARE FOR (0.3) AND ATTEND (0.8) MEETING WITH S. MILLER AT COMPANY IN TROY; PREPARE FOR (0.2) AND ATTEND (0.4) MEETING R. EISENBERG, D. RESNICK ETC. RE MANAGEMENT OF BUSINESS PLAN INFORMATION REQUESTS AND FORWARD NEGOTIATIONS.
BUTLER, JR. J	12/29/05	0.30	BEGIN TO PREPARE FOR JANUARY 3RD DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY INCLUDING EMAILS TO J. SHEEHAN RE PROPOSED AGENDA ITEMS (0.3).
BUTLER, JR. J	12/30/05	1.30	PREPARE FOR (0.2) AND PARTICIPATE IN (1.1) WEEKLY WORKING GROUP STRATEGY CONFERENCE WITH A. TOGUT AND N. BERGER.
		26.80	
COCHRAN EL	12/02/05	3.50	MEETING OF STRATEGY GROUP AND REVIEW ISSUES (3.5).
COCHRAN EL	12/05/05	4.10	PARTICIPATED IN DTM MEETING; REVIEW ISSUES (4.1).
COCHRAN EL	12/15/05	4.80	PARTICIPATED IN DTM CALL (4.8).
COCHRAN EL	12/16/05	2.40	MEETING OF STRATEGY GROUP AND REVIEW ISSUES (2.4).
COCHRAN EL	12/21/05	4.20	PARTICIPATED IN DTM STRATEGY CALL (4.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

COCHRAN EL	12/30/05	1.60	MEETING OF STRATEGY GROUP; REVIEW ISSUES (1.6).
		20.60	
LYONS JK	12/02/05	1.90	CASE STRATEGY CALL (1.9).
LYONS JK	12/09/05	1.50	SENIOR STRATEGY CALL (1.5).
LYONS JK	12/16/05	2.10	SENIOR STRATEGY CALL (2.1).
LYONS JK	12/23/05	1.90	PARTICIPATION IN CASE STRATEGY CALL (1.9).
LYONS JK	12/30/05	1.30	PARTICIPATED IN CASE STRATEGY MEETING (1.3).
		8.70	
MARAFIOTI KA	12/02/05	1.90	ATTEND SENIOR STRATEGY MEETING (1.9).
MARAFIOTI KA	12/16/05	1.10	SENIOR WORKING GROUP STRATEGY CALL (1.1).
MARAFIOTI KA	12/30/05	1.10	SENIOR WORKING GROUP STRATEGY CALL (1.1).
		4.10	
WEXLER MP	12/21/05	1.50	PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE RE REAL ESTATE AND OTHER MATTERS AND ISSUES TO BE RESOLVED IN CONNECTION WITH THE JANUARY 5 OMNIBUS (1.5).
		1.50	
Total Partner		61.70	
MATZ TJ	12/01/05	0.80	PREPARING AND DISTRIBUTING AGENDA FOR 12/2 SENIOR STRATEGY CALL (0.8).
MATZ TJ	12/15/05	1.20	PREPARING AGENDA FOR SENIOR STRATEGY CONFERENCE CALL (0.6); TELECONFERENCES WITH FTI RE MONTHLY REPORTS TO CREDITORS COMMITTEE UNDER THE CASH MANAGEMENT ORDER (0.6).
MATZ TJ	12/16/05	1.10	PARTICIPATING IN SENIOR STRATEGY CONFERENCE CALL (1.1).
MATZ TJ	12/29/05	0.50	PREPARING AGENDA FOR SENIOR STRATEGY CONFERENCE CALL (0.5).
MATZ TJ	12/30/05	1.10	PARTICIPATING IN SENIOR STRATEGY CONFERENCE CALL (1.1).
		4.70	
Total Counsel		4.70	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	12/01/05	0.30	REVIEWED AND COMMENTED ON AGENDA FOR INTERNAL SENIOR STRATEGY MEETING (0.3).
MEISLER RE	12/02/05	1.90	PARTICIPATED ON INTERNAL STRATEGY CALL (1.9).
MEISLER RE	12/09/05	0.30	TELECONFERENCE WITH R. MARINO RE BOOZ ALLEN CONSULTING CONTRACTS (0.3).
MEISLER RE	12/11/05	0.50	DRAFTED LETTER TO JCI RE TRANSITIONING OF GMSPO BUSINESS (0.5).
MEISLER RE	12/12/05	0.30	TELECONFERENCE WITH R. MARINO RE BOOZ ALLEN (0.3).
MEISLER RE	12/15/05	2.00	CONFERENCE WITH WORKING GROUP RE PLANNING (1.3); REVIEWED CASH MANAGEMENT AND DIP ORDER AND ANALYZED EQUITY INJECTION INQUIRY (0.7).
MEISLER RE	12/16/05	1.10	PARTICIPATE ON SENIOR STRATEGY CALL (1.1).
MEISLER RE	12/18/05	0.90	DRAFTED LETTER RE BOOZ ALLEN (0.9).
MEISLER RE	12/19/05	0.10	RESPONDED TO K. CRAFT INQUIRY RE INTERCOMPANY CLAIMS (0.1).
MEISLER RE	12/20/05	0.80	CONTINUED ANALYSIS OF EQUITY INVESTMENT IN JOINT VENTURES (0.8).
MEISLER RE	12/21/05	1.70	CONFERENCE WITH WORKING GROUP RE PLANNING (1.3); TELECONFERENCE WITH H. BAER RE IRVING PLANT CLOSURE (0.1); ATTENTION TO SAME (0.2); TELECONFERENCE WITH E. HOFFIUS RE EQUITY INJECTION INQUIRY (0.1).
MEISLER RE	12/22/05	1.70	REVIEWED AND COMMENTED ON LETTER AGREEMENT FROM PBR RE REQUEST TO MODIFY LLC AGREEMENT AND REVIEWED LLC AGREEMENT RE SAME (1.0); TELECONFERENCES WITH K. CRAFT RE SAME (0.2); TELECONFERENCE WITH J. O'NEILL RE SAME (0.1); TELECONFERENCES WITH D. DRAGICH RE SAME (0.4).
MEISLER RE	12/23/05	0.50	TELECONFERENCE WITH R. EISENBERG RE IRVING PLANT CLOSURE (0.3); REVIEW SAME (0.2).
MEISLER RE	12/29/05	0.20	REVIEW AGENDA FOR SENIOR CALL AND COMMENT (0.2).
		12.30	
MICHELI MJ	12/09/05	2.10	TELECONFERENCE WITH J. BATTEN RE SAVE IT UNIVERSITY SUPPLIER MATTERS (0.4); ANALYSIS OF LEGAL REMEDIES FOR SAVE IT UNIVERSITIES PROGRAM (1.7).
		2.10	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

REESE RG	12/20/05	1.90	REVIEW ISSUES RE INTERCOMPANY INVESTMENTS (1.9).
		1.90	
STUART NL	12/12/05	2.30	REVIEW AND SUMMARIZE BOOZ ALLEN CONSULTING AGREEMENT (2.3).
STUART NL	12/13/05	2.80	ANALYZE BOOZ ALLEN CONSULTING AGREEMENT AND DRAFT SUMMARY OF SAME (2.8).
		5.10	
TOUSSI S	12/05/05	3.70	ADDRESS ISSUES RE TOPRS AND TRUSTEE'S ISSUES RE LIQUIDATION (0.7); PREPARE MEMO DESCRIBING STRUCTURE OF TOPRS AND STEPS NECESSARY FOR LIQUIDATION OF PREFERRED SHARES (1.5); MEETING TO DISCUSS TOPRS AND TELECONFERENCE WITH TRUSTEE COUNSEL (1.0); FOLLOW-UP ISSUES RE SAME (0.5).
		3.70	
ZALTZMAN H*	12/13/05	4.20	RESEARCH RE CONSTRUCTIVE TRUST RE FEDERAL MONEY GOING TO UNIVERSITIES' R&D PROGRAMS (4.2).
ZALTZMAN H*	12/15/05	1.80	FINISH CONSTRUCTIVE TRUST RESEARCH RE FUNDS TRANSFERRED BY DEPT OF EDUCATION FOR R&D AT UNIVERSITIES (1.8).
		6.00	
Total Associate/Law Clerk		31.10	
DEMMA J	12/06/05	3.20	PREPARE DTM PRESENTATION MATERIALS FOR ATTORNEY REVIEW (3.2).
		3.20	
Total Legal Assistant		3.20	
TOTAL TIME		<u>100.70</u>	

* Law clerks are law school graduates who are not presently admitted to practice.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 01/31/06
Bill Number: 1092991

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone Expense	12/29/05	Telecommunications, D	2.34
Telephone Expense	12/29/05	Telecommunications, D	0.33
Telephone Expense	12/29/05	Telecommunications, D	1.33
		TOTAL TELEPHONE EXPENSE	\$4.00
Car Service (manual entries)	12/08/05	Boston Coach Corp.	153.00
		TOTAL CAR SERVICE (MANUAL ENTRIES)	\$153.00
Air/Rail Travel (external)	12/04/05	Butler, Jr. J	204.53
Air/Rail Travel (external)	12/14/05	Butler, Jr. J	159.46
Air/Rail Travel (external)	12/20/05	Butler, Jr. J	578.01
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$942.00
Out-of-Town Travel	12/04/05	Butler, Jr. J	453.47
Out-of-Town Travel	12/04/05	Butler, Jr. J	9.02
Out-of-Town Travel	12/04/05	Butler, Jr. J	134.11
Out-of-Town Travel	12/04/05	Butler, Jr. J	53.34
Out-of-Town Travel	12/14/05	Butler, Jr. J	17.00
Out-of-Town Travel	12/14/05	Butler, Jr. J	200.49
Out-of-Town Travel	12/14/05	Butler, Jr. J	498.96
Out-of-Town Travel	12/20/05	Butler, Jr. J	144.68
Out-of-Town Travel	12/20/05	Butler, Jr. J	224.92
Out-of-Town Travel	12/20/05	Butler, Jr. J	21.00
Out-of-Town Travel	12/20/05	Butler, Jr. J	58.01
		TOTAL OUT-OF-TOWN TRAVEL	\$1,815.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	12/04/05	Butler, Jr. J	12.12
Out-of-Town Meals	12/04/05	Butler, Jr. J	13.37
Out-of-Town Meals	12/14/05	Butler, Jr. J	49.38
Out-of-Town Meals	12/14/05	Butler, Jr. J	27.08
Out-of-Town Meals	12/20/05	Butler, Jr. J	19.05
		TOTAL OUT-OF-TOWN MEALS	\$121.00
Wireless - Mobile/Cellular/Pager	12/27/05	Butler, Jr. J	35.00
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$35.00
		TOTAL MATTER	\$3,070.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 02/28/06
Bill Number: 1108418

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	01/02/06	1.10	CONTINUE TO PREPARE FOR JANUARY 3RD DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY INCLUDING REVIEW OF DRAFT AGENDAS AND PRESENTATION MATERIALS (1.1).
BUTLER, JR. J	01/03/06	4.60	PREPARE FOR (0.8) AND ATTEND (3.8) DELPHI TRANSFORMATION COMMITTEE MEETING AND RELATED SENIOR MANAGEMENT MEETINGS AT COMPANY IN TROY.
BUTLER, JR. J	01/06/06	3.70	PREPARE FOR (0.3) AND PARTICIPATE (1.7) IN STRATEGY DISCUSSIONS IN NEW YORK CITY WITH J. SHEEHAN, D. SHERBIN, S. CORCORAN, R. EISENBERG AND B. SHAW; PREPARE FOR (0.2) AND PARTICIPATE IN (0.9) WEEKLY SENIOR ADVICE STRATEGY TELECONFERENCE WITH COMPANY; OUTLINE ISSUES AND BEGIN TO PREPARE FOR NEXT WEEK'S DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY (0.6).
BUTLER, JR. J	01/09/06	1.90	EMAIL FROM J. SHEEHAN AND REVIEW STEADY STATE BUSINESS PLANNING SCENARIO (1.9).
BUTLER, JR. J	01/11/06	2.90	PREPARE FOR (0.3) AND PARTICIPATE IN STRATEGY DISCUSSIONS AT COMPANY IN TROY WITH S. MILLER (0.6) AND S. MILLER, J. SHEEHAN AND D. SHERBIN (0.6); PREPARE FOR (0.2) AND PARTICIPATE IN (0.9) COMMUNICATIONS MEETING WITH K. HEALY AND COMMUNICATIONS TEAM AT COMPANY IN TROY; PREPARE FOR JUNE 12TH DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY (0.3).
BUTLER, JR. J	01/12/06	5.60	PREPARE FOR (0.3) AND ATTEND (2.9) DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY; PREPARE FOR (0.3) AND PARTICIPATE IN STRATEGY DISCUSSIONS AT COMPANY IN TROY WITH S. MILLER (0.5, 0.3), S. MILLER, R. O'NEAL AND S. CORCORAN (1.3).
BUTLER, JR. J	01/14/06	1.40	EMAIL FROM J. SHEEHAN AND REVIEW COMPARISON ANALYSIS RE DIP CASE AND STEADY STATE SCENARIO (0.8); FOLLOW-UP ON JANUARY 12TH DELPHI TRANSFORMATION COMMITTEE MEETING MATTERS (0.6).
BUTLER, JR. J	01/15/06	0.60	REVIEW AND CONSIDER STRATEGIC THINK PIECE FROM S. MILLER AND NEXT STEPS (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	01/16/06	1.60	PREPARE FOR (0.3) AND PARTICIPATE IN (1.3) STRATEGY MEETING WITH S. MILLER AND SENIOR MANAGEMENT AT DELPHI (VIA TELECONFERENCE).
BUTLER, JR. J	01/17/06	2.60	PREPARE FOR (0.4) AND ATTEND (2.2) DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY.
BUTLER, JR. J	01/22/06	0.80	PREPARE FOR JANUARY 23RD DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY (0.8).
BUTLER, JR. J	01/23/06	3.70	PREPARE FOR (0.3) AND ATTEND (3.4) DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY.
BUTLER, JR. J	01/29/06	0.60	PREPARE FOR JANUARY 30TH DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY (0.6).
BUTLER, JR. J	01/30/06	3.70	PREPARE FOR (0.4) AND ATTEND (3.3) DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY.
		34.80	
COCHRAN EL	01/03/06	2.00	PARTICIPATED IN DTM TELECONFERENCE (2.0).
COCHRAN EL	01/06/06	2.10	PARTICIPATED IN SENIOR STRATEGY TELECONFERENCE (2.1).
COCHRAN EL	01/12/06	3.00	PARTICIPATED IN DTM MEETING (3.0).
COCHRAN EL	01/13/06	0.40	PARTICIPATED IN SENIOR STRATEGY TELECONFERENCE (0.4).
COCHRAN EL	01/17/06	2.10	PARTICIPATED IN DTM TELECONFERENCE (2.1).
COCHRAN EL	01/20/06	0.50	PARTICIPATED IN SENIOR STRATEGY TELECONFERENCE (0.5).
COCHRAN EL	01/23/06	3.60	PARTICIPATED IN DTM TELECONFERENCE (3.6).
COCHRAN EL	01/27/06	1.60	PARTICIPATED IN SENIOR STRATEGY TELECONFERENCE (1.6).
COCHRAN EL	01/30/06	3.50	PARTICIPATED IN DTM (3.5).
		18.80	
LYONS JK	01/06/06	1.20	PARTICIPATION IN SENIOR STRATEGY TELECONFERENCE (1.2).
		1.20	
MARAFIOTI KA	01/06/06	1.50	SKADDEN SENIOR STRATEGY TELECONFERENCE AND FOLLOWUP (1.5).
MARAFIOTI KA	01/11/06	0.30	REVIEWED PROPOSAL RE POSSIBLE STRATEGIC ACQUISITION (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTTI KA	01/12/06	3.30	ATTEND DTM MEETING (3.3).
MARAFIOTTI KA	01/17/06	1.80	REVIEWED REVISED DTM PRESENTATION (0.3); ATTEND DTM MEETING (1.5).
MARAFIOTTI KA	01/20/06	0.80	SENIOR STRATEGY TELECONFERENCE (0.8).
MARAFIOTTI KA	01/23/06	2.70	TELECONFERENCE WITH J. GUGLIELMO RE CASH MANAGEMENT ORDER AND CONSIDER SAME (0.4); ATTEND DTM MEETING (1.9); TELECONFERENCES AND CORRESPONDENCE RE PRESS INQUIRY (0.4).
MARAFIOTTI KA	01/27/06	0.90	SENIOR STRATEGY MEETING (0.9).
		11.30	
SPRINGER DE	01/06/06	1.30	PREPARATION FOR AND CONDUCT SENIOR LEADERSHIP TELECONFERENCE (1.3).
SPRINGER DE	01/20/06	1.00	SENIOR STRATEGY TELECONFERENCE (1.0).
		2.30	
Total Partner		68.40	
MATZ TJ	01/06/06	1.50	PARTICIPATE IN WEEKLY SENIOR STRATEGY TELECONFERENCE RE ALL ON GOING MATTERS (1.2); FOLLOW UP DISCUSSIONS RE SAME (0.3).
MATZ TJ	01/19/06	1.50	WORKING ON MATTER RE BANK ACCOUNTS (0.4); CORRESPONDENCE RE SAME (0.3); PREPARING AGENDA FOR SENIOR STRATEGY TELECONFERENCE (0.6); FOLLOW UP CORRESPONDENCE RE SAME (0.2).
MATZ TJ	01/23/06	0.60	FOLLOW UP WORK RE CASH MANAGEMENT MATTERS, BANK ACCOUNTS (0.4); TELECONFERENCE WITH FTI RE SAME (0.2).
MATZ TJ	01/24/06	0.30	WORK ON CASH MANAGEMENT MATTERS (0.2); CORRESPONDENCE RE SAME (0.1).
MATZ TJ	01/26/06	0.40	PREPARING AGENDA FOR WEEKLY SENIOR STRATEGY TELECONFERENCE (0.4).
MATZ TJ	01/27/06	1.70	PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE (0.9); FOLLOW UP WORK RE STRATEGY SESSION (0.8).
		6.00	
Total Counsel		6.00	
HERRIOTT AV	01/17/06	0.60	BEGIN DRAFTING OF PRESENTATION TO DELPHI STRATEGY BOARD RE RESTRUCTURING MATTERS (0.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HERRIOTT AV	01/18/06	3.20	CONTINUE DRAFTING, REVIEWING AND REVISING OF DELPHI STRATEGY BOARD PRESENTATION ON RESTRUCTURING MATTERS (3.2).
		3.80	
MEISLER RE	01/06/06	1.60	PREPARED FOR SENIOR STRATEGY TELECONFERENCE (0.2); PARTICIPATED ON SAME (1.4).
MEISLER RE	01/17/06	2.60	WORKED ON PRESENTATION FOR D. SHERBIN PROVIDING UPDATES SINCE DECEMBER 8TH FOR UPCOMING DOM (2.6).
MEISLER RE	01/18/06	0.70	CONTINUED TO REVIEW AND REVISE PRESENTATION FOR D. SHERBIN (0.7).
MEISLER RE	01/20/06	0.90	PARTICIPATED ON SENIOR STRATEGY TELECONFERENCE (0.9).
MEISLER RE	01/27/06	1.00	PARTICIPATED ON WEEKLY STRATEGY TELECONFERENCE (1.0).
MEISLER RE	01/30/06	0.10	CONFERENCE WITH D. ALEXANDER RE IRVINE CLOSURE (0.1).
		6.90	
REESE RG	01/16/06	0.80	REVISE DTM MATERIALS (0.8).
REESE RG	01/17/06	2.10	PREPARE MATERIALS FOR DTM MEETING (2.1).
REESE RG	01/24/06	0.40	REVIEW BANK ACCOUNT ISSUES (0.4).
		3.30	
Total Associate		14.00	
TOTAL TIME		<u>88.40</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 02/28/06
Bill Number: 1108418

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	01/03/06	Copy Center, D	8.17
In-house Reproduction	01/10/06	Copy Center, D	0.60
In-house Reproduction	01/20/06	Copy Center, D	16.34
In-house Reproduction	01/22/06	Copy Center, D	2.89
		TOTAL IN-HOUSE REPRODUCTION	\$28.00
Telephone Expense	01/27/06	Telecommunications, D	5.87
Telephone Expense	01/27/06	Telecommunications, D	6.77
Telephone Expense	01/27/06	Telecommunications, D	0.36
		TOTAL TELEPHONE EXPENSE	\$13.00
Vendor Hosted Teleconferencing	01/31/06	Teleconferencing Services, LLC	3.00
		TOTAL VENDOR HOSTED TELECONFERENCING	\$3.00
Air/Rail Travel (external)	01/02/06	Butler, Jr. J	258.56
Air/Rail Travel (external)	01/10/06	Butler, Jr. J	164.03
Air/Rail Travel (external)	01/16/06	Butler, Jr. J	138.08
Air/Rail Travel (external)	01/22/06	Butler, Jr. J	178.57
Air/Rail Travel (external)	01/29/06	Butler, Jr. J	85.76
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$825.00
Out-of-Town Travel	01/02/06	Butler, Jr. J	21.00
Out-of-Town Travel	01/02/06	Butler, Jr. J	105.13
Out-of-Town Travel	01/02/06	Butler, Jr. J	294.66
Out-of-Town Travel	01/10/06	Butler, Jr. J	26.00
Out-of-Town Travel	01/10/06	Butler, Jr. J	241.10
Out-of-Town Travel	01/10/06	Butler, Jr. J	657.13
Out-of-Town Travel	01/16/06	Butler, Jr. J	89.46
Out-of-Town Travel	01/16/06	Butler, Jr. J	48.01
Out-of-Town Travel	01/16/06	Butler, Jr. J	294.66

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	01/16/06	Butler, Jr. J	14.00
Out-of-Town Travel	01/22/06	Butler, Jr. J	105.04
Out-of-Town Travel	01/22/06	Butler, Jr. J	32.00
Out-of-Town Travel	01/22/06	Butler, Jr. J	160.17
Out-of-Town Travel	01/22/06	Butler, Jr. J	16.00
Out-of-Town Travel	01/29/06	Butler, Jr. J	240.25
Out-of-Town Travel	01/29/06	Butler, Jr. J	130.89
Out-of-Town Travel	01/29/06	Butler, Jr. J	18.50
		TOTAL OUT-OF-TOWN TRAVEL	\$2,494.00
Out-of-Town Meals	01/02/06	Butler, Jr. J	17.96
Out-of-Town Meals	01/10/06	Butler, Jr. J	36.93
Out-of-Town Meals	01/16/06	Butler, Jr. J	16.97
Out-of-Town Meals	01/22/06	Butler, Jr. J	27.94
Out-of-Town Meals	01/29/06	Butler, Jr. J	63.24
Out-of-Town Meals	01/29/06	Butler, Jr. J	21.96
		TOTAL OUT-OF-TOWN MEALS	\$185.00
Wireless - Mobile/Cellular/Pager	12/09/05	Meisler RE	43.68
Wireless - Mobile/Cellular/Pager	01/09/06	Meisler RE	0.32
		TOTAL WIRELESS - MOBILE/CELLULAR/PAGER	\$44.00
		TOTAL MATTER	\$3,592.00